CONSTITUTION OF THE ASA'CARSARMIUT TRIBE

We, the Native People residing in Mountain Village, Alaska, and citizens of the United States, in order to implement our inherent right to self-government and self-determination and to promote our political social, cultural and economic progress, do hereby ordain and establish this constitution under our inherent sovereign authority.

ARTICLE I - NAME

The name of this organization shall be the Asa'carsarmiut Tribe.

ARTICLE II - TERRITORY

The jurisdiction of the Asa'carsarmiut Tribe shall extend to the lands and waters constituting Indian country of the Asa'carsarmiut Tribe as defined by federal law. To the extent consistent with federal law, such lands shall include, but are not limited to, all lands and waters customarily and traditionally used by the Asa'carsarmiut people, including within such "traditional lands and waters" all lands withdrawn for selection by the Azachorok Corporation under the Alaska Native Claims Settlement Act (P.L. 92-90), all lands withdrawn for the federal townsite of Mountain Village (44 Stat. 629) as described in U.S. Survey 44-12 (map attached), and all fee lands and allotments within the traditional lands of Asa'carsarmiut, not withstanding the issuance of any patent or unrestricted fee title to any such lands.

ARTICLE III - MEMBERSHIP

Section 1. Basic Membership. The basic membership of the Asa'carsarmiut Tribe shall consist of Alaska Natives whose names appear on the basic membership role dated September 20, 1994, provided that the Council may correct the basic membership roll within two years following the adoption of this Constitution. Lineal descendants and adopted children of the original base roll members shall automatically become tribal members.

Section 2. Adoption of Members. In addition to the persons described in Section 1, the Council shall have the option to adopt any person of Alaska Native or American Indian descent who

has physically resided in Mountain Village for a period of at least one (1) year immediately prior to the date of application for membership.

Section 3. Loss of Membership. A member of the Asa'carsarmiut Tribe may not be a member of another tribe. A member may willingly give up his or her membership in the Tribe. The Council may disenroll a member for good cause, including but not limited to membership in another tribe, and shall otherwise have the power to make all determinations with respect to loss of membership or membership rights and privileges. Any such determination by the Council on these issues shall be made pursuant to a tribal ordinance adopted under this Constitution, and shall provide the affected member with due process of law in accordance with the Indian Civil Rights Act and all other applicable laws.

Section 4. Regulation of Membership. The Council shall have the power to enact ordinances and resolutions, not inconsistent with this Constitution, prescribing rules and regulations governing membership, loss or relinquishment of membership, adoption of members, and loss of membership rights and privileges, including application and appeal procedures.

ARTICLE IV - GOVERNING BODY

Section 1. Name. The governing body of the Asa'carsarmiut Tribe shall be the Asa'carsarmiut Tribal Council, or "the Council."

Section 2. Composition. The Council shall consist of seven (7) members who shall be elected by a majority vote of the qualified members of the village. Two honorary elder members shall be chosen by the elders committee, and shall be entitled to participate in the Council as voting members.

Section 3. Officers. The officers of the Asa'carsarmiut Tribe shall include a First Chief, a Second Chief, and a Secretary/ Treasurer, who shall be elected annually by the members of the Council immediately following the annual tribal membership council elections. Officers shall serve for a period of one year.

ARTICLE V - ELECTIONS

Section 1. Voter qualifications. Any duly enrolled member as described in Section 1 of Article III of this Constitution who is eighteen (18) years of age or older shall be eligible to vote in

all tribal elections.

Section 2. Nominations. Only those persons who are nominated may be elected to the Council. No person may be nominated for election to the Council unless that person is a voting member, nor may one person be nominated for more than one (1) position in any election. Any person convicted of a felony in federal or state court or who is removed or recalled from office under Article VI may not be nominated as a member of the Council for a period of five (5) years after his/her conviction, removal, or recall. The time, place, qualifications, and manner of nominations shall be specified in the election ordinance adopted pursuant to Section 4 of the Article.

Section 3. Elections. The first regular election of members to the Council shall be called by the former Asa'carsarmiut Tribal Council as soon as practicable after the effective date of this constitution, at which time a system of staggered terms shall be established. The three (3) candidates receiving the highest number of votes shall serve three (3) year terms; the two (2) candidates receiving the next highest number of votes shall serve two (2) year terms; and the two (2) candidates receiving the next highest number of votes shall serve one (1) year terms. Thereafter, all terms of office shall be for three (3) years. Members shall be seated immediately upon certification of the election, and shall hold office until their successors are duly elected and seated.

Section 4. Election ordinance. As soon as practicable after the first election held pursuant to this Constitution, the Council shall adopt an election ordinance providing for elections consistent with this Constitution and setting forth the procedures to be followed in conducting each of the types of elections called for in this Constitution. The ordinance shall include provisions for conducting all village elections by secret and absentee balloting, nomination of candidates (consistent with Section 2 of this Article), maintenance of a current list of eligible voters, certification of elections, the settling of election disputes, and any other matters related to the conduct of elections. The ordinance shall spell out the procedure and format to be used whenever it is necessary to submit petitions for any purpose to the Council and set forth a procedure for determining the validity of such petitions. The ordinance shall provide that if the Council fails to call a tribal council election pursuant to this Section, the tribal membership may hold a tribal membership meeting to conduct such an election. The ordinance shall also provide that the Council shall give at least two (2) weeks notice of any election, posted in at least two

public places in Mountain Village.

Section 5. Election Board. There shall be an election board of four (4) voting members appointed by the Council for a one (1) year term, whose duties shall be to supervise, administer, and conduct the election. The election board shall certify the election of tribal officials immediately after the election. No member of the election board shall at the same time be a member of the Council or a candidate for a position on the Council.

ARTICLE VI - REMOVAL, RECALL, FORFEITURE, AND VACANCIES

Section 1. Removal. Any Council member found guilty by the Council of behavior involving gross misconduct in office, neglect of duty, or an offense involving dishonesty shall be removed from office if at least four (4) members of the Council vote in favor of such removal. Voting must be by secret ballot and the First Chief is entitled to vote. The accused shall have no right to cast a ballot. Before any vote for removal is taken, the person subject to removal shall be given a written statement of the charges against him or her at least ten (10) days before the meeting of the Council at which the person is to appear, and the person shall be given the opportunity to answer any and all charges at the designated Council meeting. If the person subject to removal fails to appear before the Council, the Council shall proceed with the vote as scheduled. The decision of the Council shall be final. No member of the Council may preside over the meeting at which his or her removal is being considered.

Section 2. Recall. Members who are eligible to vote shall have the power to recall any member of the Council. The recall process shall be initiated by filing with the Council a valid petition asking for such recall, signed by at least thirty percent (30%) of the eligible voters, setting forth the reasons for the petition. Within thirty (30) days after receipt of a valid recall petition, the Council shall call and conduct an election to consider the recall of the official named in the petition. In the event that the Council does not call for a special election, members of the tribe may hold a tribal membership meeting to conduct such an election. The official shall be removed if a majority of the eligible voters vote in favor of the recall. No official may be subjected to a recall more than once in the course of his or her term.

Section 3. Forfeiture. If any member of the Council shall be found guilty of a felony in any federal or state court, shall die

or resign, is a member of either the Mountain Village City Council or the board of directors of Azachorok Corporation and refuses to resign from such organization, or is absent from three successive meetings of the Council without being excused by the Council, he or she shall automatically forfeit his or her office.

Section 4. Vacancies. Any office which has been vacated, whether it be by removal, recall, or forfeiture, shall be filled by appointment by the remaining members of the Council. The replacement member shall serve until the next general membership meeting, at which time the members will elect a replacement to fill the unexpired term of office.

ARTICLE VII - POWERS

Section 1. General Powers. Except as specifically limited by this Constitution, the powers of the Tribe shall be exercised by the Council and shall include all the inherent powers of a federally recognized tribal government, including but not limited to those specified in this Article, which do not violate federal law. The Council may authorize an officer to act in specific circumstances.

Section 2. Internal Procedures. Consistent with this Constitution, the Council may enact rules to govern its internal procedures and organization, and to further define the duties of tribal officers by ordinance.

Section 3. Other Council Powers. In addition to all powers vested in the Tribe or the Council by existing law and this Constitution, the Tribe, acting through the Council, shall have the following powers:

(a) To consult, negotiate, contract, or conclude agreements with, and to make recommendations to, federal, state, local and tribal governments on activities which may affect the Asa'carsarmiut Tribe.

(b) To promote and protect the peace, health, safety, education and general welfare of the members of the tribe and to administer charity and such other services as may contribute to the social and economic development of the Tribe and its members.

(c) To levy and collect taxes, fees and assessments for the Tribe's purposes.

(d) To encourage, guard, and foster the traditional cultural practices of the Asa'carsarmiut Native people, including their arts, crafts, religion, language and customs.

(e) To prevent the sale, disposition, lease or encumbrance of tribal lands, interests in lands, or other tribal assets without the consent of the Tribe.

(f) To acquire property and to accept gifts.

(g) to receive advice from and make recommendations to the Secretary of the Interior with regard to all appropriation estimates for all projects which are for the benefit of tribal members of the Asa'carsarmiut Tribe prior to the submission of such estimates to the Office of Management and Budget and to Congress.

(h) To administer tribal assets, and to manage all economic affairs and enterprises of the Tribal

(i) To engage in economic development enterprises for the benefit of all tribal members.

(j) To provide for the maintenance of law and order and the administrative of justice, including the establishment of appropriate tribal courts or other judicial bodies.

(k) To enact ordinances and regulations consistent with this Constitution for the conduct and administration of all tribal functions, including but not limited to the conduct and administration of all tribal elections, the appointment of an election committee, and the regulation of the committee's duties.

(l) To enact ordinances, rules or regulations governing future membership, los of membership, and the adoption of members.

(m) To regulate inheritance among members whether by intestacy or otherwise.

(n) To administer any funds within the control of the Tribe.

(o) To regulate child custody and other domestic relations among members.

(p) To protect and preserve the wildlife and natural resources within the area under jurisdiction of the Tribe or upon which its members rely for subsistence.

(q) To regulate and control the use of natural resources within the area under the jurisdiction of the Tribe.

(r) To employ legal counsel, the choice of counsel, and fixing of fees to be subject to the approval of the Secretary of the Interior or his authorized representative so long as such approval is required by Federal law.

(s) To join and/or charter housing authorities.

(t) To protect members' rights in personal property.

(u) To charter enterprises, corporations, and associations.

(v) To zone, exercise the power of eminent domain, and otherwise regulate all land use within those areas under the jurisdiction or the Tribe.

(w) To authorize or direct subordinate boards, committees, or officials to administer the affairs of the Tribe and to carry out the directives of the Council.

(x) To enact ordinances, procedures and regulations necessary to give effect to any provision of this Constitution and to exercise any power not prohibited by federal law.

ARTICLE VIII - POWERS RESERVED TO MEMBERSHIP

The following powers are specifically reserved to the entire Tribal membership acting through a general tribal membership meeting or a properly called election:

(a) No lands or interests in lands owned by the Tribe may be sold, encumbered, or disposed of without the favorable vote of at least a majority of the qualified voters of the entire tribal membership.

ARTICLE IX - SOVEREIGN IMMUNITY OF THE ASA'CARSARMIUT TRIBE

Nothing in this Constitution shall be deemed or construed to be a waiver of the sovereign immunity of the Asa'carsarmiut Tribe, which may only be waived by express resolution of the

Council, after receiving an affirmative vote of the majority of the qualified voters, and only to the extent specified in such resolution and permitted by this Constitution and federal law, provided, however, that the Council shall have the authority to waive the sovereign immunity of the Asa'carsarmiut Tribe solely for the purposes of satisfying the conditions or requirements of Federal or State grants or contracts. Waivers of sovereign immunity shall not be general but must be specific and limited as to duration, grantee, transaction, property or funds, if any, of the Tribe subject to the waiver, as well as specific to the court having jurisdiction and applicable law.

Waiver of sovereign immunity of the Tribe shall not be deemed a general consent to the levy of any judgment, lien, or attachment upon property of the Tribe other than property specifically pledged, assigned, or otherwise explicitly subject to levy in the waiver resolution.

ARTICLE X - POPULAR PARTICIPATION IN GOVERNMENT

Section 1. Initiative. The eligible voters of the Tribe shall have the right to propose and rescind legislative ordinances and resolutions by secret ballot. Upon receipt of a valid petition signed by at least thirty percent (30%) of the eligible voters, the Council shall call an election to be conducted by the election committee no later than thirty (30) days after receipt of the petition. In the event that the Council does not call for a special election, members of the tribe may hold a tribal membership meeting to conduct such an election. An affirmative vote by at least a majority of the eligible voters present or voting shall be required to determine the issues or questions submitted to the voters.

Section 2. Referendum. The Council, by an affirmative vote of at least four (4) of its members shall call an election, to be conducted within thirty (30) days of such decision by the Council, for the purpose of deciding by secret ballot issues or questions that are within the authority of the Council. A quorum of thirty percent (30%) of the eligible voters must be present at such an election. An affirmative vote by at least a majority of the eligible voters present or voting shall be required to determine the issues or questions submitted to the voters.

Section 3. Decisions of Tribal Members. The decision of the voters in both initiative and referendum elections shall be binding on the Council and the Tribe, and shall remain in full force until amended or rescinded by subsequent action of the

voters or it expires by its own terms.

ARTICLE XI - RIGHTS OF MEMBERS

Section 1. All members of the Tribe shall enjoy without hindrance equal rights of life, liberty, and the pursuit of happiness.

Section 2. This Constitution shall not in any way alter, abridge, or otherwise jeopardize the rights and privileges of the members of the Tribe as citizens of the State of Alaska or the United States.

Section 3. Tribal members shall have the right to review all tribal records, including financial records at any reasonable time in accordance with procedures established by the Council, except in child welfare cases, litigation, personnel, enrollment records or other confidential records as defined by tribal ordinance.

Section 4. Tribal members shall have equal rights to use tribally owned lands.

Section 5. The Asa'carsarmiut Tribe in exercising its power of self-government shall not deny to any person within its jurisdiction freedom of speech, press, or religion, or the right to assemble peacefully. The tribal government shall not deny to any person the equal protection of tribal laws or deprive any person of liberty or property without due process of law. The Tribe shall provide to all persons within its jurisdiction the rights guaranteed by the Indian Civil Rights Act of 1968.

ARTICLE XII - DUTIES OF OFFICERS

Section 1. Assuming Duties. Newly elected officers shall assume their respective office and duties immediately upon being elected and seated.

Section 2. First Chief. The First Chief shall preside at all meetings of the Council and the Tribe, and with either the Second Chief or the Secretary/Treasurer shall execute on behalf of the Tribe all contracts, leases or other documents approved by the Council. The First Chief shall vote in all matters before the Council except on the matter of his or her removal, and he or she shall have general supervision of all other officers, employees and committees of the Tribe and shall see that their duties are

properly performed. When the Council is not in session, the First Chief shall be the official representative of the Tribe.

Section 3. Second Chief. The Second Chief shall assist the First Chief when called upon to do so. In the absence of the First Chief, the Second Chief shall be the official representative of the Tribe and shall preside and when so presiding shall have all the rights, privileges, duties and responsibilities of the First Chief.

Section 4. Secretary/Treasurer. The Secretary/Treasurer shall preside at meetings of the Tribe or Council in the absence of the First Chief and Second Chiefs. The Secretary/Treasurer shall keep or delegate the keeping of the minutes of all meetings and shall attest to the enactment of all resolutions and ordinances. The Secretary/Treasurer shall issue or delegate the issuance of notices of all meetings and elections and conduct or delegate the conducting of all general correspondence as directed by the Council. The Secretary/Treasurer shall carry out the financial directives of the Council, receive all monies and keep an accurate account of the receipts and disbursements. Funds shall be deposited in the Asa'carsarmiut Tribe account in a local bank selected by the Council where depositors' funds are insured by the Federal Deposit Insurance Corporation or the equivalent. All disbursements shall be made by check in accordance with resolutions of the Council. If requested, the Secretary/ Treasurer shall file a bond satisfactory to the Council. The Council shall authorize the payment of the annual bond premium from tribal funds. The Secretary/Treasurer shall give a financial report to the Council on a monthly basis, and all financial reports shall be available for inspection by any member of Tribe. At the expiration of his or her term of office, the Secretary/Treasurer shall turn over all records and papers in his or her possession to his or her successor and to the Council.

ARTICLE XIII - MEETINGS

Section 1. Council Meetings. Regular meetings of the Council shall be held monthly, the time, place, and date to be designated by the Council. Notice of regular meetings shall be posted at least two (2) public places in Mountain Village. Special meetings of the Council may be called by the First Chief, and shall be called by him or her upon receipt of a request signed by at least four (4) members of the Council. Council members must be notified of special meetings at least twenty-four (24) hours in advance of the meeting, and notices shall be posted in at least two (2) public places in Mountain Village, except that the

Council may meet for an emergency special meeting without notice when emergency circumstances warrant such a meeting due to impending risks to health or safety. When special meetings are called, the Council shall have the power to transact business as in regular meetings, provided that a quorum is present.

Section 2. Council Quorum. A quorum of the Council shall consist of four (4) Council members. Except as otherwise provided in this Constitution, no business shall be transacted unless a quorum is present.

Section 3. Open Meetings. All meetings of the Council shall be open to the general membership of the Asa'carsarmiut Tribe, provided, however, that the Council may recess at its discretion to discuss any matter in a closed or executive session if the general subject matter to be discussed is expressed in the motion calling for such closed or executive session and no final or official action is taken thereon in the closed or executive session.

Section 4. Issues of Permanent or General Interest. All final decisions of the Council on matters of permanent or general interest to members shall be embodied in ordinances. The ordinances shall be collected and made available to village members and others affected upon reasonable request.

Section 5. Issues of Temporary Interest. All final decisions of the Council on matters of temporary interest shall be embodied in resolutions. Resolutions shall be collected and made available to village members and others affected upon reasonable request.

Section 6. Conflict of Interest. No member of the Council may participate in any discussion or vote in any matter relating to that member or his or her immediate family, that is, his or her father, mother, brother, sister, wife, husband, son or daughter whether by blood of adoption. A Council member may be hired by the Council to work for the tribal government, but if hired must resign from the Council. No council member may be a member of either the Mountain Village City Council or the Board of directors of Azachorak Corporation. If elected onto the council, he/she must resign from that organization or forfeit his/her seat.

Section 7. Tribal Membership Meetings. Regular meetings of the general membership of the Asa'carsarmiut Tribe shall be held at least once annually. The time, date, and place of such meetings shall be set by the First Chief. Meetings of the general membership may also be called by the First Chief or by four (4)

members of the Council, and shall be called by the First Chief upon receipt of a petition signed by at least thirty percent (30%) of the eligible voters. Notice of all meetings shall be posted at least two (2) weeks prior to the meeting in at least two (2) public places in Mountain Village.

Section 8. Quorum for Tribal Membership Meetings. A quorum of the general membership shall consist of 15% of the voting members. No business shall be conducted by the general membership unless a quorum is present.

ARTICLE XIV - SEVERABILITY

If any provision of this Constitution shall, in the future, be declared invalid by a court of competent jurisdiction, the invalid provision shall be severed and the remaining provisions shall continue in full force and effect.

ARTICLE XV - SAVINGS

Unless inconsistent with this Constitution, all previous tribal ordinances and resolutions enacted prior to the effective date of this Constitution shall remain in full force and effect.

ARTICLE XVI - AMENDMENTS

This Constitution may be amended by a majority vote of the qualified voters of the Asa'carsarmiut Tribe voting in an election called for that purpose, provided that at least thirty percent (30%) of those qualified to vote shall vote in such election. The First Chief shall call an election on a proposed constitutional amendment if so requested either by at least four (4) Council members or upon receipt of a petition of at least thirty percent (30%) of the eligible voters.

ARTICLE XVII - ADOPTION

This Constitution shall be adopted when approved by a majority vote of the qualified voters of the Asa'carsarmiut Tribe voting at an election called for that purpose in which at least thirty percent (30%) of those qualified to vote shall vote.